

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

BRAZOS ELECTRIC POWER  
COOPERATIVE, INC.,

Debtor.<sup>1</sup>

Chapter 11

Case No. 21-30725 (DRJ)

BRAZOS ELECTRIC POWER  
COOPERATIVE, INC., *et al.*,

Plaintiff / Plaintiff-Intervenors,

Adv. Proc. No. 21-03863 (DRJ)

v.

ELECTRIC RELIABILITY COUNCIL OF  
TEXAS, INC., *et al.*,

Defendant / Defendant-Intervenors.

**STIPULATED AND AGREED ORDER  
EXTENDING MEDIATION OUTSIDE DATE  
[Related to Adv. Dkt. No. 543]**

**WHEREAS**, on March 25, 2022, the Court entered an order [Adv. Dkt. No. 543] (the “Mediation Order”)<sup>2</sup> appointing the Honorable Marvin Isgur, United States Bankruptcy Judge, as mediator in the above-captioned Adversary Proceeding;

**WHEREAS**, the Mediation Order provides, among other things, that the Mediation shall terminate on the earlier of (a) the date on which Judge Isgur determines that the Mediation has

---

<sup>1</sup> The Debtor in this chapter 11 case, along with the last four digits of its federal tax identification number is: Brazos Electric Power Cooperative, Inc. (4729). Additional information regarding this case may be obtained on the website of the Debtor’s claims and noticing agent at <http://cases.stretto.com/Brazos>. The Debtor’s address is 7616 Bagby Avenue, Waco, TX 76712.

<sup>2</sup> Capitalized terms used but not otherwise defined in this order shall have the meanings assigned to them in the Mediation Order.

terminated or (b) April 25, 2022 (the “Mediation Outside Date”) unless the Mediation Outside Date is extended by (x) agreement of each of the Parties or (y) an order of the Court; and

**WHEREAS**, on April 22, 2022, after conferring with Judge Isgur and other Parties participating in the Mediation, the Parties have agreed to extend the Mediation for an additional 30 days; *provided, however*, that any Party may request that Judge Isgur terminate the Mediation after 2 weeks to the extent that such Party believes that no meaningful progress has been made in the continued Mediation.

Based on the forgoing and upon the request and agreement of the Parties, it is **HEREBY ORDERED** that:

1. The Mediation Outside Date shall be extended and shall terminate on the earlier of (a) the date on which Judge Isgur determines that the Mediation has terminated (and advises the Parties of such determination) or (b) May 25, 2022, unless such date is extended by (x) agreement of each of the Parties or (y) an order of the Court. Notwithstanding the forgoing, any Party may request that Judge Isgur terminate the Mediation on or after May 9, 2022, in the event that such Party believes that no meaningful progress has been made in the continued Mediation.

2. During the Mediation, the Trial is abated. The Parties agree that Appellant’s Fifth Circuit brief will be due 30 days after the earlier of the date Judge Isgur determines that the Mediation has terminated or May 25, 2022; the Parties agree to file a joint motion requesting that the Fifth Circuit extend the briefing deadlines.

3. Except as otherwise set forth herein, the Mediation Order remains in full force and effect.

4. The Court retains jurisdiction in connection with this Order and all matters related thereto.

**NORTON ROSE FULBRIGHT US LLP**By: /s/ Jason L. Boland

Jason L. Boland (SBT 24040542)  
 Julie G. Harrison (SBT 24092434)  
 Maria Mokrzycka (SBT 24119994)  
 1301 McKinney Street, Suite 5100  
 Houston, TX 77010  
 Telephone: (713) 651-5151  
 Facsimile: (713) 651-5246  
 Email: jason.boland@nortonrosefulbright.com  
 Email: julie.harrison@nortonrosefulbright.com  
 Email: maria.mokrzycka@nortonrosefulbright.com

Paul Trahan (SBT 24003075)  
 98 San Jacinto Boulevard, Suite 1100  
 Austin, TX 78701  
 Telephone: (512) 536 5288  
 Facsimile: (512) 536 4598  
 Email: paul.trahan@nortonrosefulbright.com

*Counsel for the Debtor and Debtor in Possession*  
 -and-

**EVERSHEDS SUTHERLAND (US) LLP**

Lino Mendiola (SBT 00791248)  
 Michael Boldt (SBT 24064918)  
 One American Center  
 600 Congress Ave., Suite 2000  
 Austin, TX 78701  
 Telephone: (512) 721-2700  
 Facsimile: (512) 721-2656  
 Email: linomendiola@eversheds-sutherland.us  
 Email: michaelboldt@eversheds-sutherland.us

*Special Counsel for the Debtor and Debtor in Possession*

-and-

**O'MELVENY & MYERS LLP**

Louis R. Strubeck, Jr. (SBT 19425600)  
 Nick Hendrix (SBT 24087708)  
 2501 North Harwood Street  
 Dallas, Texas 75201  
 Telephone: (972) 360-1925  
 Email: lstrubeck@omm.com  
 Email: nhendrix@omm.com

**MUNSCH HARDT KOPF & HARR, P.C.**By: /s/ Jamil N. Alibhai

Kevin M. Lippman  
 Texas Bar No. 00784479  
 klippman@munsch.com  
 Deborah Perry  
 Texas Bar No. 24002755  
 dperry@munsch.com  
 Jamil N. Alibhai  
 Texas Bar No. 00793248  
 jalibhai@munsch.com  
 Ross Parker  
 Texas State Bar No. 24007804  
 rparker@munsch.com  
 3800 Ross Tower  
 500 N. Akard Street  
 Dallas, Texas 75201-6659  
 Telephone: (214) 855-7500  
 Facsimile: (214) 855-7584

*Counsel for the Electric Reliability Council of Texas, Inc.*

**KIRKLAND & ELLIS LLP KIRKLAND & ELLIS INTERNATIONAL LLP**By: /s/ Mark McKane

David R. Seligman, P.C. (admitted *pro hac vice*)  
 300 North LaSalle Street  
 Chicago, Illinois 60654  
 Telephone: (312) 862-2000  
 Facsimile: (312) 862-2200  
 Email: david.seligman@kirkland.com  
 Mark McKane, P.C. (admitted *pro hac vice*)  
 555 California Street  
 San Francisco, California 94104  
 Telephone: (415) 439-1400  
 Facsimile: (212) 439-1500  
 Email: mark.mckane@kirkland.com  
 Aparna Yenamandra (admitted *pro hac vice*)  
 601 Lexington Avenue  
 New York, New York 10022  
 Telephone: (212) 446-4800  
 Facsimile: (212) 446-4900  
 Email: aparna.yenamandra@kirkland.com

*Co-Counsel for the Debtor and Debtor in Possession*

**PORTER HEDGES LLP**

By: /s/ Jennifer Sharret  
 John F. Higgins (SBT 09597500)  
 Eric D. Wade (SBT 00794802)  
 Heather K. Hatfield (SBT 24050730)  
 M. Shane Johnson (SBT 24083263)  
 Megan Young-John (SBT 24088700)  
 1000 Main Street, 36th Floor  
 Houston, Texas 77002  
 Telephone: (713) 226-6000  
 Email: jhiggins@porterhedges.com  
 Email: ewade@porterhedges.com  
 Email: hhatfield@porterhedges.com  
 Email: sjohnson@porterhedges.com  
 Email: myoung-john@porterhedges.com  
 -and-

**KRAMER LEVIN NAFTALIS  
& FRANKEL LLP**

Thomas Moers Mayer (admitted *pro hac vice*)  
 Amy Caton (admitted *pro hac vice*)  
 Jennifer Sharret (admitted *pro hac vice*)  
 1177 Avenue of the Americas  
 New York, New York 10036  
 Telephone: (212) 715-9100  
 Facsimile: (212) 715-8000  
 Email: tmayer@kramerlevin.com  
 Email: acaton@kramerlevin.com  
 Email: jsharret@kramerlevin.com

*Counsel for the Official Committee of Unsecured Creditors*

**MCDERMOTT WILL & EMERY LLP**

By: /s/ Charles R. Gibbs  
 Charles R. Gibbs (SBT 7846300)  
 Eric Seitz (SBT 24067863)  
 Jane A. Gerber (SBT 24092416)  
 2501 North Harwood Street, Suite 1900  
 Dallas, Texas 75201  
 Telephone: (214) 295-8000

*Counsel for Calpine Corporation*  
**SHEARMAN & STERLING LLP**

By: /s/ C. Luckey McDowell  
 C. Luckey McDowell (SBT 24034565)  
 Ian E. Roberts (SBT 24056217)  
 2828 N. Harwood Street, Suite 1800  
 Dallas, Texas 75201  
 Telephone: (214) 403-0649  
 Email: luckey.mcdowell@shearman.com  
 Email: ian.roberts@shearman.com  
 Joel Moss (admitted *pro hac vice*)  
 535 Mission Street, 24th Floor  
 San Francisco, CA 94105  
 Telephone: (212) 848-4693  
 Email: joel.moss@shearman.com  
 Jonathan M. Dunworth (admitted *pro hac vice*)  
 599 Lexington Avenue  
 New York, NY 10022  
 Telephone: (212) 848-5288  
 Email: jonathan.dunworth@shearman.com

*Counsel for NRG Energy, Inc., ENGIE Energy Marketing NA, Inc., Talen Energy Supply, LLC, and NextEra Energy Marketing, LLC*

**HAYNES AND BOONE, LLP**

By: /s/ Patrick L. Hughes  
 Patrick L. Hughes (SBT 10227300)  
 David Trausch (SBT 24113513)  
 1221 McKinney, Suite 4000  
 Houston, TX 77010  
 Tel: (713) 547-2000  
 Fax: (713) 547-2600  
 Email: patrick.hughes@haynesboone.com  
 Email: david.trausch@haynesboone.com  
*Counsel to South Texas Electric Cooperative, Inc.*

**ROSS & SMITH, PC**

By: /s/ Judith W. Ross  
 Judith W. Ross (SBT 21010670)  
 700 North Pearl Street, Suite 1610  
 Dallas, TX 75201

Facsimile: (972) 232-3098  
Email: [crgibbs@mwe.com](mailto:crgibbs@mwe.com)  
Email: [eseitz@mwe.com](mailto:eseitz@mwe.com)  
Email: [jagerber@mwe.com](mailto:jagerber@mwe.com)  
*Counsel to Denton County Electric Cooperative, Inc., d/b/a CoServ Electric*

**BRACEWELL LLP**

By: /s/ Jason Cohen  
Jason Cohen (SBT 24050435)  
Nancy McEvily Davis (SBT 24078971)  
711 Louisiana, Suite 2300  
Houston, Texas 77002  
Telephone: (713) 223-2300  
Facsimile: (800) 404-3970  
Email: [jason.cohen@bracewell.com](mailto:jason.cohen@bracewell.com)  
Email: [nancy.davis@bracewell.com](mailto:nancy.davis@bracewell.com)

*Counsel for Mid-South Electric Cooperative Association*

**FORSHEY & PROSTOK LLP**

By: /s/ Sarah Link Schultz  
J. Robert Forshey (SBT 07264200)  
Jeff P. Prostok (SBT 16352500)  
777 Main Street, Suite 1550  
Fort Worth, Texas 76102  
Telephone: (817) 877-8855  
Facsimile: (817) 877-4151  
Email: [bforshey@forsheyprostok.com](mailto:bforshey@forsheyprostok.com)  
Email: [jprostok@forsheyprostok.com](mailto:jprostok@forsheyprostok.com)

-and-

**AKIN GUMP STRAUSS HAUER & FELD LLP**

Sarah Link Schultz (SBT 24033047)  
2300 N. Field Street  
Suite 1800  
Dallas, Texas 75201  
Telephone: (214) 969-4367  
Facsimile: (214) 969-4343  
Email: [sschultz@akingump.com](mailto:sschultz@akingump.com)

*Counsel for Tri-County Electric Cooperative, Inc.*

Tel: (214) 377-8659  
Email: [judith.ross@judithwross.com](mailto:judith.ross@judithwross.com)

*Counsel to Tenaska Power Services Co.*

**HOLLAND & KNIGHT LLP**

By: /s/ Annapoorni R. Sankaran  
Annapoorni R. Sankaran  
TX Bar No. 24071918  
1100 Louisiana Street, Suite 4300  
Houston, TX 77002  
Telephone: (713) 821-7000  
Facsimile: (713) 821-7001  
Email: [anna.sankaran@hklaw.com](mailto:anna.sankaran@hklaw.com)

*Counsel to Golden Spread Electric Cooperative, Inc.*

**BONDS ELLIS EPPICH SCHAFFER JONES  
LLP**

By: /s/ Joshua Eppich

John Y. Bonds, III (SBT 02589100)  
Joshua N. Eppich (SBT 24050567)  
J. Robertson Clarke (SBT 24108098)  
420 Throckmorton Street, Suite 1000  
Fort Worth, Texas 76102  
Telephone: (817) 405-6900  
Facsimile: (817) 405-6902  
Email: john@bondellis.com  
Email: joshua@bondellis.com  
Email: robbie.clarke@bondellis.com

*Counsel for United Electric Cooperative Services,  
Inc. d/b/a United Cooperative Services*

**VINSON & ELKINS LLP**

By: /s/ Jordan W. Leu

Harry A. Perrin (SBT 15796800)  
Michael A. Garza  
(S.D. Tex. Fed. I.D. No. 3174861)  
Kiran Vakamudi (SBT 24106540)  
1001 Fannin Street, Suite 2500  
Houston, Texas 77002  
Telephone: (713) 758-2222  
Facsimile: (713) 758-2346  
Email: hperrin@velaw.com  
Email: mgarza@velaw.com  
Email: kvakamudi@velaw.com

Jordan W. Leu (SBT 24070139)  
2001 Ross Avenue, Suite 3900  
Dallas, Texas 75201  
Telephone: (214) 220-7700  
Facsimile: (214) 220-7716  
Email: jleu@velaw.com

*Counsel for the Ad Hoc Group of Member-Owner  
Distribution Cooperatives*